

Presentment Date and Time: October 15, 2012 at 4:00 p.m. (Eastern Time)

Response Deadline: October 15, 2012 at 12:00 p.m. (Eastern Time)

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Attorneys for Motors Liquidation  
Company GUC Trust

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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	:
<b>In re</b>	:
	:
<b>MOTORS LIQUIDATION COMPANY, <i>et al.</i>,</b>	:
<b>f/k/a General Motors Corp., <i>et al.</i></b>	:
	:
<b>Debtors.</b>	:
	:
-----X	

**Chapter 11 Case No.**

**09-50026 (REG)**

**(Jointly Administered)**

**NOTICE OF PRESENTMENT OF ORDER EXPUNGING  
CLAIM NUMBERS 617, 370, 25372, 25373, 25374, 25375 and 18906  
FILED BY BRETT BALLARD, AVA MERTENS, BRANDON UPTON,  
COLE UPTON, KYLE UPTON, TODD UPTON, and JOSEPH FERRARA  
RESPECTIVELY**

<p><b>PLEASE CAREFULLY REVIEW THIS NOTICE AND THE ATTACHMENT.</b></p> <p><b>CLAIMANTS RECEIVING THIS NOTICE HAVE FILED PROOFS OF CLAIM WHICH ARE THE SUBJECT OF A PROPOSED ORDER EXPUNGING THEIR CLAIM</b></p>
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**PLEASE TAKE NOTICE** that, the Motors Liquidation Company GUC Trust (the “**GUC Trust**”), formed by the above-captioned debtors (collectively, the “**Debtors**”) in connection with the Debtors’ Second Amended Joint Chapter 11 Plan dated March 18, 2011, will present the attached Order (the “**Proposed Order**”) to the Honorable Robert E. Gerber, United States Bankruptcy Judge, for approval and signature at Room 621 of the United States

Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”), One Bowling Green, New York, New York 10004 on **October 15, 2012, at 4:00 p.m. (Eastern Time)**, which expunges the claims (each a “**Claim**,” and collectively, the “**Claims**”) below:

<u><b>Claimant</b></u>	<u><b>Claim No.</b></u>
Brett Ballard	617
Ava Mertens	370
Brandon Upton	25372
Cole Upton	25373
Kyle Upton	25374
Todd Upton	25375
Joseph Ferrara	18906

**PLEASE TAKE FURTHER NOTICE** that, the GUC Trust is seeking expungement of the Claims because each of the claimants listed above either (i) informed the GUC Trust that it is not seeking a recovery from the Debtors on account of its Claim but has not yet withdrawn its Claim, or (ii) failed to respond to the GUC Trust’s repeated inquiries as to whether the claimant intends to pursue its Claim;

**PLEASE TAKE FURTHER NOTICE** that, based on the representations of some of the claimants and the inaction of the other claimants, the GUC Trust seeks to remove the Claims from the claims registry, to ensure that the claims registry accurately reflects claims being pursued against the Debtors;

**PLEASE TAKE FURTHER NOTICE** that, the GUC Trust reserves the right to object to any of the Claims as to which the Court does not grant the relief requested herein;

**PLEASE TAKE FURTHER NOTICE** that, if any of the claimants objects to the expungement of its Claim, as set forth in the Proposed Order, the claimant must file a response, in writing, which shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court, and shall be filed with the Bankruptcy Court (a) electronically in accordance with General Order M-399 (which can be found at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov)) by registered users of the Bankruptcy Court's filing system, and (b) by all other parties in interest, on a CD-ROM or 3.5 inch disk, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and served in accordance with General Order M-399 and on (i) Dickstein Shapiro, LLP, attorneys for the GUC Trust, 1633 Broadway, New York, New York, 10019-6708 (Attn: Barry N. Seidel, Esq., and Stefanie Birbrower Greer, Esq.); (ii) the Debtors, c/o Motors Liquidation Company, 401 South Old Woodward Avenue, Suite 370, Birmingham, Michigan 48009 (Attn: Thomas Morrow ); (iii) General Motors, LLC, 400 Renaissance Center, Detroit, Michigan 48265 (Attn: Lawrence S. Buonomo, Esq.); (iv) Cadwalader, Wickersham & Taft LLP, attorneys for the United States Department of the Treasury, One World Financial Center, New York, New York 10281 (Attn: John J. Rapisardi, Esq.); (v) the United States Department of the Treasury, 1500 Pennsylvania Avenue NW, Room 2312, Washington, D.C. 20220 (Attn: Joseph Samarias, Esq.); (vi) Vedder Price, P.C., attorneys for Export Development Canada, 1633 Broadway, 47th Floor, New York, New York 10019 (Attn: Michael J. Edelman, Esq. and Michael L. Schein, Esq.); (vii) Kramer Levin Naftalis & Frankel LLP, attorneys for the statutory committee of unsecured creditors, 1177 Avenue of the Americas, New York, New York 10036 (Attn: Thomas Moers Mayer, Esq., Robert Schmidt, Esq., Lauren Macksoud, Esq., and Jennifer Sharret, Esq.); (viii)

the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Tracy Hope Davis, Esq.); (ix) the U.S. Attorney's Office, S.D.N.Y., 86 Chambers Street, Third Floor, New York, New York 10007 (Attn: David S. Jones, Esq. and Natalie Kuchler, Esq.); (x) Caplin & Drysdale, Chartered, attorneys for the official committee of unsecured creditors holding asbestos-related claims, 375 Park Avenue, 35th Floor, New York, New York 10152-3500 (Attn: Elihu Inselbuch, Esq. and Rita C. Tobin, Esq.) and One Thomas Circle, N.W., Suite 1100, Washington, DC 20005 (Attn: Trevor W. Swett III, Esq. and Kevin C. Maclay, Esq.); (xi) Stutzman, Bromberg, Esserman & Plifka, A Professional Corporation, attorneys for Dean M. Trafelet in his capacity as the legal representative for future asbestos personal injury claimants, 2323 Bryan Street, Suite 2200, Dallas, Texas 75201 (Attn: Sander L. Esserman, Esq. and Robert T. Brousseau, Esq.); (xii) Gibson, Dunn & Crutcher LLP, attorneys for Wilmington Trust Company as GUC Trust Administrator and for Wilmington Trust Company as Avoidance Action Trust Administrator, 200 Park Avenue, 47th Floor, New York, New York 10166 (Attn: Keith Martorana, Esq.); (xiii) FTI Consulting, as the GUC Trust Monitor and as the Avoidance Action Trust Monitor, One Atlantic Center, 1201 West Peachtree Street, Suite 500, Atlanta, Georgia 30309 (Attn: Anna Phillips); (xiv) Crowell & Moring LLP, attorneys for the Revitalizing Auto Communities Environmental Response Trust, 590 Madison Avenue, 19th Floor, New York, New York 10022-2524 (Attn: Michael V. Blumenthal, Esq.); and (xv) Kirk P. Watson, Esq., as the Asbestos Trust Administrator, 2301 Woodlawn Boulevard, Austin, Texas 78703, so as to be received no later than **October 15, 2012, at 12:00 p.m. (Eastern Time)** (the "**Response Deadline**").

**PLEASE TAKE FURTHER NOTICE** that, if no responses are timely filed and served with respect to the Proposed Order, the GUC Trust may, on or after the Response Deadline, submit to the Bankruptcy Court an order substantially in the form of the Proposed Order, which may be entered with no further notice or opportunity to be heard offered to any party.

Dated: New York, New York  
September 12, 2012

/s/ Stefanie Birbrower Greer  
Barry N. Seidel (BS-1945)  
Stefanie Birbrower Greer (SG-2898)

DICKSTEIN SHAPIRO LLP  
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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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	:	<b>Chapter 11 Case No.</b>
<b>In re</b>	:	
	:	<b>09-50026 (REG)</b>
<b>MOTORS LIQUIDATION COMPANY, <i>et al.</i></b>	:	
<b>f/k/a General Motors Corp., <i>et al.</i>,</b>	:	
	:	<b>(Jointly Administered)</b>
<b>Debtors.</b>	:	
	:	
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**ORDER EXPUNGING CLAIM NUMBERS 617, 370, 25372, 25373, 25374, 25375 and  
18906 FILED BY BRETT BALLARD, AVA MERTENS, BRANDON UPTON,  
COLE UPTON, KYLE UPTON, TODD UPTON, and JOSEPH FERRARA  
RESPECTIVELY**

Upon the notice of presentment of the proposed order (the “**Proposed Order**”) expunging Claim Numbers 617, 370, 25372, 25373, 25374, 25375 and 18906 filed by Brett Ballard, Ava Mertens, Brandon Upton, Cole Upton, Kyle Upton, Todd Upton and Joseph Ferrara, respectively, dated September 12, 2012, of the Motors Liquidation Company GUC Trust (the “**GUC Trust**”), formed by the above-captioned debtors (collectively, the “**Debtors**”) in connection with the Debtors’ Second Amended Joint Chapter 11 Plan, dated March 18, 2011 (as may be amended, supplemented, or modified from time to time, the “**Plan**”); and due and proper notice of the Proposed Order having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought is in the best interests of the Debtors, their estates, creditors, and all parties in interest and after due deliberation and sufficient cause appearing therefor, it is:

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, Claim Numbers 617, 370, 25372, 25373, 25374, 25375 and 18906 are disallowed and expunged; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters  
arising from or related to this Order.

Dated: October \_\_\_\_, 2012  
New York, New York

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United States Bankruptcy Judge